

June 24, 2004

Via ELECTRONIC FILING

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, N.W.
Washington, D.C. 20554

Re: *In the Matter of The News Corporation Limited and The DIRECTV Group, Inc. (f/k/a Hughes Electronics Corporation), Transferors, and Constellation, LLC, Carlyle PanAmSat I, LLC, Carlyle PanAmSat II, LLC, PEP PAS, LLC and PEOP PAS LLC, Transferees, For Authority to Transfer Control of PanAmSat Licensee Corp.*

IB Docket No. 04-209

SAT-T/C-20040527-00108

SAT-T/C-20040518-00100

SAT-STA-20040518-00099

SAT-STA-20040518-00098

SAT-STA-20040518-00097

SAT-STA-20040518-00096

SAT-STA-20040518-00094

SES-T/C-20040518-00692

SES-T/C-20040518-00693

SES-T/C-20040518-00694

Dear Ms. Dortch

Pursuant to Section 1.65 of the Commission's rules, 47 C.F.R. § 1.65, the applicants in the above-captioned application proceeding hereby update the information provided in their transfer of control applications. On or about June 1, 2004, two of the applicants, PEP PAS, LLC and PEOP PAS, LLC, amended their respective limited liability company agreements to add two new officers and to change the titles of existing officers. The updated officers and titles of the two LLCs are listed in the table below. All officers are U.S. citizens.

Officers for PEP PAS, LLC and PEOP PAS, LLC

<u>NAME</u>	<u>TITLE</u>
Jonathan M. Nelson	President and Senior Managing Director
Glenn M. Creamer	Executive Vice President and Senior Managing Director
Paul J. Salem	Executive Vice President and Senior Managing Director
Raymond M. Mathieu	Chief Financial Officer and Treasurer, Secretary
Mark J. Masiello	Managing Director
Michael J. Dominguez	Principal

This updated information replaces the information about the officers of PEP PAS, LLC and PEOP PAS, LLC at: (a) page 9 of Attachment 2 to Exhibit 3 of the Form 312s filed in this matter; (b) page 4 of Addendum B to the same Attachment, and (c) page 9 of Exhibit 4 of the Form 312s submitted in this matter.

The applicants also note that, subsequent to the filing of the applications, The Carlyle Group has announced agreements to acquire control of Verizon Hawaii Inc. and certain affiliate assets used to provide telecommunications services in Hawaii, and DDI Pocket, a Japanese cell phone operator. None of these transactions, when consummated, will have an effect on the pending applications or alter the public interest and competitive analysis. Nevertheless, out of an abundance of caution, the Applicants will report to the Commission if either transaction is consummated during the pendency of this application proceeding.

Please associate this letter with each of the docket and IBFS numbers listed above.

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Respectfully submitted,

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